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Client Matter No.: 12434-00001

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February 10, 2010

VIA ELECTRONIC MAIL

Jennifer Fountain Connolly, Esq.
Wexler Wallace LLP
55 West Monroe Street, Suite 3300
Chicago, IL 60603

Re: *In re Wellbutrin XL Antitrust Litigation*,
Case Nos. 09-cv-2431, 09-cv-2433 (E.D. Pa.)

Dear Jennifer:

I write on behalf of Biovail in response to the first four issues raised in your February 3, 2010 letter. Biovail has responded separately to the Biovail deposition notice attached to, and discussed in, your letter.

Document Indices. As stated in our letters dated January 6 and 18, 2010, we are not currently aware of any non-privileged or non-work product indices identifying documents produced or received during the underlying litigations. We are also not aware of any privileged or work product document indices that can be easily redacted to provide the types of information you describe (author, recipient, date, title, etc.). If you maintain, despite this clarification, that Biovail must produce privileged and/or work product document indices generated in the underlying litigations, please provide us with the authority and analysis you are relying upon to support your position. I would also be happy to discuss this issue further by telephone.

Production Schedule And Alleged Production Deficiencies. Your suggestion that Biovail's productions have been disorganized and/or lacking in metadata does not fairly characterize Biovail's productions to date. Biovail has fully complied with the parties' "Agreement Regarding Production of Electronically Stored Information" ("e-discovery agreement"). Indeed, Biovail has produced extensive metadata, where required, including metadata that oftentimes identifies the source of the documents, and will continue to do so in

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compliance with the e-discovery agreement. Additionally, Biovail has cooperated with Plaintiffs to prioritize for production the categories of documents that Plaintiffs identified as relevant to class certification issues.

We are aware of no legal authority requiring Biovail to “identify the nature of the documents they have produced and, on a going forward basis, to state in their production cover letters what the documents they are producing represent,” as you request. Plaintiffs have made extensive requests for production that implicate a large volume of documents, and Biovail is in the process of complying with those requests as set forth in its responses to Plaintiffs’ document requests and the parties’ correspondence. At this time, Biovail does not have an anticipated production completion date, but will provide one when it can reasonably do so.

As a courtesy to Plaintiffs, here is an explanation of the Bates-prefixes for the documents Biovail has produced to Plaintiffs to date. Please note that this information is also largely available in Biovail’s production over letters and the production metadata:

<u>Production Number Prefix</u>	<u>Explanation</u>
BV, BV_E, BV_V, BVABRK, BVANCH, BVIMPX	Documents produced by Biovail in the underlying litigations. Although there <i>are</i> exceptions to this rule, “BVABRK” documents are generally documents from the <i>Abrika</i> case that were produced to Anchen, Impax, and/or Watson; “BVANCH” documents are generally documents from the <i>Anchen</i> case that were produced to Abrika, Impax, and/or Watson; and “BVIMPX” documents are generally documents from the <i>Impax</i> case that were produced to Abrika, Anchen, and/or Watson. One known exception is that many of the <i>Anchen</i> case documents were labeled under the “BV” Bates-prefix in the underlying cases for production to Abrika, Impax, and/or Watson. There are likely other exceptions as well.
BIOVAIL	Documents collected and produced from Biovail’s files in response to Plaintiffs’ document requests.
BV-FR	Documents collected and produced from Fox Rothschild, LLP’s files in response to Plaintiffs’ document requests.

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<u>Production Number Prefix</u>	<u>Explanation</u>
BV-HOWREY	Documents collected and produced from Howrey LLP's files in response to Plaintiffs' document requests.
BV-HW	Documents collected and produced from Hunton & Williams, LLP's files in response to Plaintiffs' document requests.

Underlying Litigation Privilege Logs. In accordance with Biovail's responses to Plaintiffs' requests for production, Biovail has produced and will continue to produce all non-privileged privilege logs served or received in the underlying patent litigations and citizen petition proceedings.

You state that you require clarification concerning five undated privilege log documents from the underlying litigations. These privilege logs were produced as they are kept in the usual course of business pursuant to Federal Rule of Civil Procedure 34 and in the same format that they were provided to the parties to the underlying litigations. It would be equally burdensome and time-consuming for Biovail to attempt to reconstruct the date and context of these privilege logs from case correspondence, which is also being produced to Plaintiffs pursuant to Plaintiffs' requests for production, as it would be for Plaintiffs to do so. If you maintain, in light of this clarification, that Biovail must provide the detailed information that you request about each log, please provide us with legal authority supporting your position.

New Privilege Logs For This Antitrust Case. Biovail is preparing an initial privilege log that is currently being finalized and that Biovail expects to produce to Plaintiffs next week. As you are aware, Biovail's document collection, review, and production is ongoing. As such, the privilege log will not be complete until Biovail completes its collection, review, and production of documents in this case. Biovail will supplement the initial log consistently with its obligations under the federal and local rules.

GSK Responses. Our correspondence only represents Biovail's positions. Biovail does not speak for or represent GSK's positions in this litigation, and GSK does not speak for or represent Biovail's positions in this litigation. Please do not assume that Biovail's and

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GSK's positions on these issues are the same, unless both Biovail and GSK confirm that to be the case.

To the extent you believe a meet-and-confer is still necessary in light of this detailed letter response, we are available to meet-and-confer on these issues on Thursday, February 11, 2010 between 2 and 4 pm MT or most of the day on Friday, February 12.

Please feel free to contact me with any questions.

Best regards,

/s/ Amanda Tessar

Amanda Tessar

AJT/kmm

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February 11, 2010

VIA ELECTRONIC MAIL

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55 West Monroe Street, Suite 3300
Chicago, IL 60603

Re: *In re Wellbutrin XL Antitrust Litigation*,
Case Nos. 09-cv-2431, 09-cv-2433 (E.D. Pa.)

Dear Counsel:

This letter responds David Nalven's February 9, 2010 e-mail regarding the individual notices of deposition directed to Dina Khairo, Paul Maes, and Carol Chapuis. In our February 9, 2010 correspondence, we asked plaintiffs to explain how these depositions relate to class certification or may otherwise be time-sensitive. David's e-mail did not provide any basis for plaintiffs' assertion that these depositions must be taken before March 12, 2010. We would continue to find such an explanation helpful as we investigate when and how these depositions can proceed. As we set out in our earlier letter, however, and in light of complications described further below, it is unlikely that any of these depositions can go forward in the immediate future.

We do not currently have current contact information for Ms. Khairo, who no longer works for Biovail. At this time, we can make no representations about whether Ms. Khairo would be represented by Gibson Dunn with respect to a deposition in this litigation.

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We are making efforts to contact Mr. Maes, and we will let you know as soon as we can whether Gibson Dunn will be representing him in connection with his deposition. As we stated in our earlier correspondence, Mr. Maes is no longer employed by Biovail and resides in Lyon, France. France is a signatory to the Hague Convention of March 18, 1970, on the Taking of Evidence Abroad in Civil and Commercial Matters. It is our understanding that a deposition of Mr. Maes taken in France must be taken pursuant to the Hague Convention.

As a matter of privacy, we cannot advise you of the nature of Ms. Chapuis' medical condition without her permission. We will request Ms. Chapuis' consent to disclose her medical condition and the accommodations necessary to facilitate her deposition in this case. Ms. Chapuis has been unavailable to speak with us this week due to a death in the family, but we will forward this information as soon as we are able to do so.

Finally, Plaintiffs stated in their February 3, 2010 letter that they intend to take these depositions before the conclusion of class certification discovery but "reserve the right to recall these witnesses if Defendants have not completed their document production." Biovail will not make its current or former employees available for more than one individual deposition in this litigation absent court order or agreement of the parties. This limitation is particularly critical for Ms. Chapuis, in light of her medical condition. Although Biovail is working diligently to produce responsive documents on general discovery issues, Biovail has not completed its production of the noticed witnesses' documents. If Plaintiffs choose to proceed with these depositions before production of their documents is complete, please be advised that Biovail will object to any efforts to re-depose these witnesses.

We will be in touch with further information regarding Ms. Khairo, Mr. Maes, and Ms. Chapuis. We would also be happy to meet-and-confer with you regarding these depositions.

Best regards,

/s/ Kourtney Mueller Merrill

Kourtney Mueller Merrill

KMM/kmm

cc: Counsel for GSK

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February 16, 2010

VIA EMAIL

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Re: *In re Wellbutrin XL Antitrust Litigation*,
Case Nos. 09-cv-2431, 09-cv-2433 (E.D. Pa.)

Dear David and Jennifer,

Thank you for your time and cooperation on Friday's meet-and-confer call. We believe that we made significant progress towards addressing Plaintiffs' concerns and questions about Biovail's document productions. Most notably, we provided detailed information relating to the status of Biovail's production of underlying litigation documents, and we further provided explanations concerning the privilege logs from the underlying litigations. We also reaffirmed our commitment, made in my letter to Jennifer last week, that Biovail will produce a privilege log for this case sometime this week. That privilege log will be revised or supplemented periodically as our document review continues. We also answered David's questions regarding the generic manufacturers' production documents from the underlying litigations, which we understand were largely returned or destroyed pursuant to the terms of the protective orders in those cases at their conclusion. As we have previously noted, please let us know if and when you would like to arrange to review the surviving set of hard-copy Abrika production documents in Miami.

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David raised a number of new issues on the call. As we requested, please send us a list of those questions so that Biovail can provide with you with its considered positions on those issues promptly. We are of course unable to provide you with our work product, which some of the requests made by David on the call seemed to seek, but we will do our best to continue the cooperative dialogue that we have begun over the past year.

With respect to Plaintiffs' request that Biovail produce production logs from the underlying litigations, we again confirmed that we have not located what we understand to be traditional production logs that identify each party (and third-party) that produced documents in a particular litigation, the Bates-range of each production, and the date of each production. It is Biovail's position that outside counsel's summaries of any particular party's production(s), including summaries of particular documents in the productions and/or document-by-document summaries of productions in their entirety, are protected work product, even if they incorporate some "objective" information about the documents produced, and we do not understand your request for document production logs to be seeking such summaries or document-by-document indices.

Finally, Biovail continues to disagree that it is required to provide a "disk-by-disk" index for all of its productions in this case. Indeed, many of Biovail's production disks to date contain a variety of materials, meaning that Plaintiffs' request effectively amounts to a request that Biovail index its entire document production for Plaintiffs. Biovail is producing documents pursuant to Rule 34 as they are maintained in the ordinary course of business, with accompanying metadata as required by our ESI agreement. Even Plaintiffs acknowledged on Friday's call that they are able to sort Biovail's production documents by custodian. We are unaware of any authority suggesting that Biovail must also provide an attorney or paralegal-created index. Biovail has already voluntarily, and in the spirit of cooperation, identified for you the meaning of each set of Bates prefixes for Biovail's productions in this case. To the extent that Plaintiffs are aware of any authority supporting their additional request for "disk-by-disk" indices, we invite you to provide it for our consideration.

As always, please let me know if you have any questions or concerns.

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Sincerely,

/s/ Amanda Tessar

Amanda Tessar

AJT/ajt

cc: Jennifer Snyder, Esq.
Elizabeth Bernard, Esq.

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February 25, 2010

VIA EMAIL

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Re: *In re Wellbutrin XL Antitrust Litigation*,
Case Nos. 09-cv-2431, 09-cv-2433 (E.D. Pa.)

Dear David,

Thank you for your letter dated February 19, 2010. I address each of the numbered paragraphs in your letter below, but first respond to the unmerited allegations made in the prefatory comments of your letter.

Biovail has worked diligently to produce documents responsive to the dozens of broad document requests served by Plaintiffs. In doing so, Biovail has coordinated the collection of underlying litigation files from over a half-dozen outside law firms, as well as internal Biovail custodians. That process has required resolution of numerous protective order issues. Biovail has simultaneously attempted to prioritize the production of certain categories of documents, at Plaintiffs' request, including extensive transactional data, IMS data, and underlying litigation materials.

To date, Biovail has produced over 289,000 pages of documents. Plaintiffs have not identified a single instance in which Biovail has failed to comply with the parties' e-discovery agreement. Indeed, Plaintiffs have acknowledged that, with the Bates-prefix information that Biovail has provided and the custodian metadata accompanying its productions, Plaintiffs are able to determine the source of all of the documents produced.

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Despite your assertion that there were no new issues raised on our February 12, 2010 meet-and-confer call, the majority of the concerns discussed on the call and in your February 19, 2010 follow-up letter are new and were not addressed in Plaintiffs' letters dated December 7, December 22, and February 3. Indeed, this point is immediately obvious from the headings in the various letters. *Compare* Feb. 3, 2010 letter (listing three topics that are currently under discussion) with Feb. 19, 2010 letter (listing nine topics, responded to below). Notably, although Plaintiffs did ask on our February 12th call if Biovail could predict when its productions would be substantially complete, Plaintiffs *never* requested or even mentioned an April 1, 2010 completion date from Biovail on the call.¹ On a similar note, none of Plaintiffs' letters or requests before the February 12, 2010 call sought data about when particular custodians' productions are complete; that issue was newly raised on the call.

Taking the issues raised in your February 19th letter in order:

1. Plaintiffs' request for disk-by-disk indices of Biovail's document productions:
Although it would be convenient if every production set fell neatly into a single, crisp category (e.g., "Anchen expert reports"), and if every custodian organized their files so that particular categories of documents were separated into discrete sets, the reality is that Biovail's production disks ordinarily contain a great deal of different materials, produced as they are kept in the ordinary course of business. Biovail has provided explanatory Bates-prefix information *and* all custodian metadata required by the parties' e-discovery agreement.

It is Plaintiffs' obligation to review the large volume of documents they have requested, not Biovail's obligation to assume the burden of creating logs, indices, and explanatory materials. *See, e.g., Breunlin v. Village of Oak Park*, No. 07 C 4627, 2008 U.S. Dist. LEXIS 54564, at **8-9 (N.D. Ill. July 17, 2008) ("According to the plain language of Rule 34, a responding party has no duty to organize and label the documents if it has produced them as they are kept in the usual course of business."); *3M Co. v. Kanbar*, No. C06-01225 JW, 2007 U.S. Dist. LEXIS 45232, at *6-9 (N.D. Cal. June 14, 2007) (accepting the producing party's assertion that it produced the documents in the ordinary course of business and refusing to require the producing party to provide an index for large volume of documents where the size of the production was a problem of the requesting party's making); *Braun v. Agri-Systems*, No.

¹ Perhaps Plaintiffs are confusing their call with Biovail and their call with GSK the following week, when Plaintiffs did make that request of GSK. The April 1st date, however, was not mentioned on the Biovail call.

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F-02-6482 A WILJO, 2006 U.S. Dist. LEXIS 25185, at *14 (E.D. Cal. Feb. 2, 2006) ("Rule 34 does not require a party to create ... an index [of document produced as they are kept in the ordinary course of business].").

The case law defines the phrase "as kept in the ordinary course of business" to mean that the documents were produced in the manner they existed when collected. *See MGP Ingredients, Inc. v. Mars, Inc.*, No. 06-2318-JWL-DJW, 2007 U.S. Dist. LEXIS 76853, at *5 (D. Kan. Oct. 15, 2007); *see also Consolidated Rail Corp. v. Grand Trunk Western Railroad Co.*, No. 09-CV-10179, 2009 U.S. Dist. LEXIS 118394, at *7-8 (E.D. Mich. Dec. 18, 2009) (holding that the producing party met its burden of showing that documents were produced as kept in the ordinary course of business by "identif[y]ing the document custodians and the range of Bates numbers for each custodian's set of documents, along with the date associated with the document creation. [The producing party] indicate[d] that the documents were produced in the order that they were found on the hard drive of each document's custodian. Email attachments were produced directly following the corresponding email.").

In response to your questions as to how the Biovail documents produced have been ordered "as kept in the ordinary course of business," Biovail can confirm that, as a general matter, Biovail electronic documents that are likely to contain responsive information are uploaded, reviewed, and produced in the order that they were originally foldered by each custodian, subject to the ordinary process of dividing sets of documents for attorney review and attorneys occasionally marking documents for further review. Any documents marked for further review, if not ultimately determined to be nonresponsive or withheld as privileged or work product, are later produced with any required custodian and other metadata. Email attachments are produced immediately after the emails with which they are associated, along with metadata showing attachment relationships. Hard-copy documents from outside counsel files and Biovail personnel are generally forwarded in boxes from custodians and law firms to outside vendors, who scan the documents, with the scanned .tiff images then uploaded by our database vendor. We understand that the documents within each box are scanned in the order they are found. Particular custodians' hard-copy documents are then divided into groups that are reviewed by attorneys for responsiveness and privilege. During this process, as with electronic documents, documents are occasionally marked for further review. Any documents marked for further review, if not ultimately determined to be nonresponsive or withheld as privileged or work product, are later produced with custodian data. Before protective order issues were resolved, outside counsel firms from the underlying litigations could only to provide us with documents that we were permitted to see at that time, and therefore certain documents were required to be segregated for our review. Also, certain custodians were asked

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to forward priority categories of documents for which Plaintiffs had requested early production. Apart from these two exceptions, we have never intentionally rearranged any custodian's files or given any direction that they should be rearranged before production. Compare *Breunlin v. Village of Oak Park*, No. 07 C 4627, 2008 U.S. Dist. LEXIS 54564, at *10 (N.D. Ill. July 17, 2008) (purpose of Rule 34 is to "preclude litigants from 'deliberately mixing critical documents with masses of other documents to hide their existence or obscure their significance'").

Going forward, however, as a compromise to Plaintiffs' request for more information about each production as it is sent, Biovail is willing to include information in each production transmittal letter specifically listing the custodians for whom documents are being produced. The production made on February 19, 2010, for instance, contains documents from the Biovail Legal Department main files, as well as certain non-privileged, responsive documents Plaintiffs requested from Gibson Dunn's files.

2. Plaintiffs' request for custodian data: Per Plaintiffs' request, Biovail will inform Plaintiffs as the productions for particular custodians are substantially complete. All parties should recognize that "substantially complete" does not necessarily mean 100% complete. Despite Biovail's best efforts, there may occasionally be follow-on productions for particular custodians.

At this time, Biovail's productions are substantially complete for materials relating to the *Anchen* litigation from outside patent litigation counsel firm Howrey LLP.² Biovail's production of materials from the Biovail Legal Department main files is also substantially complete, although we expect to continue producing files from individual custodians within the Biovail Legal Department. Additionally, Biovail has produced a full set of pleadings from the allegedly "sham" FDA litigation.

Plaintiffs also asked Biovail to identify the custodians whose files are still pending review and production. Biovail will not share this work product information with Plaintiffs.

3. Plaintiffs' request for production logs from the underlying litigations: Biovail fully responded to Plaintiffs' request for production logs from the underlying litigations in our

² The only of the five underlying alleged "sham" lawsuits for which Howrey represented Biovail was the *Anchen* suit.

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letter dated February 16, 2010. Since the date of that letter, we have located one production log in Katten Muchin's files that identifies the Bates-ranges and dates of party and third-party productions in the *Abrika* and *Anchen* cases. The log is dated February 14, 2006, so it presumably does not list productions after that date. Without waiving the right to assert in the future that any other such production logs that we may find constitute work product, Biovail will agree to produce the Katten log we have found, which is attached hereto for your convenience as Attachment A. We will also include a Bates-stamped copy of the log with one of our upcoming productions.

Your February 19th letter now additionally requests that, because Biovail does not have traditional, complete production logs from Biovail's outside patent litigation counsel for each of the underlying patent litigations, Biovail should *create* such a production log for Plaintiffs for each of the underlying cases from databases used during those cases. We are unaware of any authority that would support such a request. Even if Biovail were required to create such a document, and even if any such databases had not been shut down years ago, there are a number of practical obstacles to creating such a log from any underlying case databases. For instance, most of the generic manufacturers' productions (and third-party productions) were destroyed from the underlying patent litigation counsel's databases pursuant to protective orders at the conclusion of those cases; some productions were originally handled in paper and may never have been loaded to a database; multiple law firms were involved with different productions at different points in time; and at least some databases were destroyed or archived at the conclusion of the litigations.

The best information that we can provide, based on our best efforts to piece together information from the records available to us, is that Biovail itself produced documents in one or more of the underlying litigations Bates-labeled BV000000001 to BV00085981, BV_E00000001 to BV_E00049213, BV_V00000001 to BV_V00000358, BVABRK0000001 to BVABRK029445, BVANCH0000001 to BVANCH001430, BVIMPX0000001 to BVIMPX000181. Although identified in the attached underlying production log, we have to date been unable to locate a small (105 pages) BVWATS production, made in approximately January of 2006, apparently consisting of early pleadings from the Watson case. We will produce these documents if they can be located. We are not aware of any other Biovail productions from the underlying litigations besides those described above. If any are discovered, we will produce them promptly.

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4. Papers from the underlying cases: On the February 12th call, I provided a great deal of information regarding the status of Biovail's underlying litigation productions, much of which I will now repeat, per your request:

- As stated above, Biovail's production of materials from the files of Howrey (counsel of record for Biovail in the *Anchen* litigation) is substantially complete. Thus, any non-privileged underlying litigation materials in those files that were provided to Gibson Dunn have now been substantially produced.
- Biovail's re-production of the Biovail productions that have been collected from the four underlying patent litigations is also substantially complete, as explained in more detail above.
- Biovail's production of hard-copy pleadings, expert reports, discovery requests/responses, and deposition transcripts and exhibits from the *Anchen* litigation found in the files of Hunton & Williams is substantially complete.
- A great deal of the pleadings, expert reports, discovery requests/responses, deposition transcripts and exhibits, and correspondence from the *Impax* litigation found in the files of Hunton & Williams have already been produced, and we expect that Biovail's productions of these materials will be substantially complete before long.
- Biovail intends to next focus its attention on the *Abrika* pleadings, *Anchen* correspondence, and *Watson* litigation materials.
- As noted on our call, the Court resolved the protective order issues surrounding Gibson Dunn's access to many of these materials just before the holidays, and there were holiday-related delays in the underlying law firms' transfer of their files to Gibson Dunn, but we are working diligently to ensure that we receive and promptly review all files.
- Also, please note that, as mentioned on the call, Duane Morris (local counsel for Biovail at the outset of the *Abrika* case) has not responded to our requests for its files.

5. Abrika documents: We understand that there are approximately ninety boxes of paper Abrika production documents in the possession of Hunton & Williams. We understand that Abrika production documents are the only category of Hunton & Williams documents that

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will be made available for inspection (*i.e.*, there are no other parties' production documents or any other category of litigation materials within the ninety boxes of Abrika production documents that will be made available for inspection). We believe, but are not certain, that these ninety boxes constitute Abrika's entire production. Please let us know whether Plaintiffs would like to inspect these boxes.³ We will need reasonable advance notice as Hunton & Williams is not counsel in this case and is accommodating the inspection as a courtesy. With sufficient advance notice, however, we will make the necessary arrangements.

6. Other generic underlying productions: We have recently learned that Katten Muchin retained DVDs or CDs containing portions of some of the generic manufacturers' underlying productions. Specifically:

- It appears that Katten retained a portion of Abrika's production documents in its files. To our knowledge, those materials include at least documents Bates-labeled ABRKA0000001-5733 and ABK-ANDAVOL11004373-74, ABK-ANDAVOL11004376-79, ABK-ANDAVOL11004585-393, and ABK-ANDAVOL11004375-393. We believe that the Abrika documents in the Katten files likely duplicate those found at Hunton & Williams, although we are awaiting confirmation on this point. Assuming the Katten Abrika production documents are duplicative of those in Hunton's files, Biovail does not currently intend to collect or re-produce these materials or separately make them available for inspection.
- It appears that Katten retained a portion of Anchen's production documents in its files. On October 23, 2009, Biovail notified the Court that it was, at that time, aware that Katten had retained 2,400 pages of the Anchen production documents. Biovail indicated that it would make those materials available for inspection. We believe that it is those originally-discovered 2,400 pages of documents for which Anchen provided

³ In addition, Hunton informed us today that they have located two DVDs that contain a subset of Abrika's production documents. We are confirming that these electronic documents are duplicative of the paper documents found in Hunton's ninety boxes and, if so, do not intend to make the DVDs available for inspection. If the DVDs contain any non-duplicative materials, we will make them available for inspection on a standalone computer at the same time that the hard-copy boxes are made available, consistent with the representations Biovail made in its October 23, 2009 submission to the Court.

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the consent that you reference in your letter. It now appears that Katten's files include additional materials, including at least documents Bates-labeled ANCH0000001-751, ANCHEN000001-5311, and ANCHEN005328-9491, as well as Anchen fact witness deposition transcripts. We are not aware of any consent from Anchen that Gibson Dunn may *produce* the entirety of the materials in Katten's files, beyond the 2,400 pages to which they originally consented, but we believe that we may make them available for inspection, in light of Biovail's notice to the Court on October 23, 2009. We do not know whether the materials listed above constitute a complete collection of Anchen's production documents. If you are aware that Anchen has fully consented to the *production* of Katten's additional *Anchen* case materials, such as those listed above, or if you are able to negotiate such a consent, please let us know. We continue to believe, however, that, if the parties want a complete set of Anchen's production documents (and/or fact deposition transcripts), those materials are best obtained from Anchen, which is better situated to confirm the full range of its production and other details regarding documents that it was permitted to retain under the protective order at the conclusion of the *Anchen* litigation.

- It appears that Katten retained a portion of Impax's production documents in its files. To our knowledge, those materials include at least documents Bates-labeled IMPAX00000001-181. We understand that Impax has fully reproduced its underlying productions, so Biovail does not presently plan to reproduce these duplicative Impax underlying productions.
- It appears that Katten retained a portion of Watson's production documents in its files. To our knowledge, those materials include at least documents Bates-labeled WATSON00000001-105. We are not aware that Watson has consented to the production of these pages from its underlying production. Your letter suggests that Watson has provided Plaintiffs with the appropriate consent. If that is correct, please forward the consent and we will produce the Watson documents found in Katten's files. Please note, however, that we understand that these Watson production materials represent a small fraction of Watson's total production in the underlying litigations, so it is likely more efficient for Watson to reproduce its entire production than for Biovail to attempt to do so piecemeal.

This discussion represents our best and most current knowledge. Other than possibly the Abrika production documents at Hunton & Williams, discussed above, we are not aware of complete production sets of the generic manufacturers' prior productions anywhere in the

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David Nalven, Esq.
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underlying litigation files. Besides the documents in Hunton's and Katten's files, discussed above, there may be subsets of productions attached to correspondence, pleadings, or elsewhere in the underlying litigation documents Biovail is producing to Plaintiffs.

In addition to the generic manufacturers' productions, we have learned that there are also some third-party productions from the underlying litigations that remain in at least Katten's files. Those include productions from at least Wyeth, Colorcon, and Teva. We understand that Katten is currently attempting to secure consent from those parties to allow Gibson Dunn to collect and produce the materials. If those productions can be collected and produced, we will do so. If Plaintiffs' would like contact information for these third parties so that they can attempt to secure their own consents, please let us know, and we will provide the most up-to-date information that we have available.

7. Completion of Biovail's production: Plaintiffs' new – and arbitrary – request that Biovail's production be entirely complete by April 1, 2010 is neither reasonable nor justified. As discussed above, Biovail is working diligently to produce documents on a rolling basis and has already produced a large volume of materials.

8. Dates for documents listed on privilege log: Biovail agrees to provide a revised initial privilege log that includes the dates of the documents withheld. It is attached to this letter as Attachment B.

9. Privilege log in Excel: As stated on the February 12th call, we understand that Gibson Dunn's internal, Excel version of Biovail's privilege log will contain metadata that may reveal attorney work product, including metadata showing internal revisions to the privilege log. Therefore, Biovail will not produce its privilege log in Excel format. As also stated on the call, we will print Biovail's newly-created privilege logs for this antitrust litigation electronically to an Adobe .pdf file and serve it in that format, such that the information in it can be easily imported into an Excel spreadsheet, should Plaintiffs wish to do so.

We trust that the responses above resolve the concerns that Plaintiffs have raised. Please let us know if you have any continuing questions or concerns.

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Sincerely,

/s/ Amanda Tessar

Amanda Tessar

AJT/ajt

cc: Jennifer Connolly, Esq.
Elizabeth Bernard, Esq.

Biovail
 Anchen - 332931-00012
 Abrika - 332931-00013

PRODUCTION PREFIX KEY

PREFIX	PREFIX DESCRIPTION	Next No.
BV	Biovail general production number	
BVABRK	Abrika documents (pleadings, prior art, etc...) produced to ANCHEN	
BVANCH	Anchen documents (pleadings, etc...) produced to ABRIKA	
BVIMPX	Biovail v. Impax pleadings pulled from PACER and produced to Anchen & Abrika	
BVWATS	Biovail v. Watson pleadings pulled from PACER and produced to Anchen & Abrika	

Biovail Productions
Anchen - 332931 - 00012
Abrika - 331931 - 00013

Production Name	Bates Range	Production Date
Production 1	BV00000001 - BV00001415	5/10/2005
Anchen Production	BV00000001 - BV00052248	6/22/2005
Abrika Production	BV00000001 - BV00052248	6/22/2005
Abrika Supplemental Production	BV00052249 - BV00052594	7/8/2005
Anchen Supplemental Production	BV00052249 - BV00052594	7/8/2005
Abrika Production of Seth Documents	BV00052595 - BV00059800	8/16/2005
Anchen Production of Seth Documents	BV00052595 - BV00059800	8/16/2005
Anchen Production of Seth Documents	BV00052595 - BV00059800	8/19/2005
Anchen Production of Patent History and Previous Privileged Documents	BV00059801 - BV00060555	8/26/2005
Abrika Production of Patent History and Previous Privileged Documents	BV00059801 - BV00060555	8/26/2005
Abrika Production	BV00060556 - BV00060861	9/7/2005
Anchen Production	BV00060556 - BV00060861	9/7/2005
Anchen Production	BV00010204 and BV00060862	9/30/2005
Abrika Production	BV00010204 and BV00060862	9/30/2005
Abrika Production	BVANCH000001-BVANCH000691	1/3/2006
Anchen Production	BV00060863 - BV00061088; and BVABRK0000001 - BVABRK000197	1/13/2006
Abrika Production	BV00060863 - BV00061088	1/13/2006
Anchen Production	Replacement Images they did not receive: BV 00010204, BV 00018231-18232, BV 00040400-48256, BV 00049953-49954, BV 00052224-52248	1/18/2006
Anchen Production	BVANCH000692-BVANCH002115	1/19/2006
Anchen Production	BVABRK000198-BVABRK014157	1/20/2006
Anchen Production & Abrika Production	BVWATS000001-BVWATS000105	1/20/2006
Anchen Production & Abrika Production	BVIMPX000001-BVIMPX000181	1/20/2006
Anchen Production & Abrika Production	BV 00061089- BV 00061220	1/20/2006
Anchen Production	BVABRK014158-BVABRK024264	1/23/2006
Anchen Production	BVABRK024265-BVABRK025688	1/23/2006
Anchen Production	BVABRK025689-BVABRK029445	1/23/2006
Abrika Production	BVANCH000692-BVANCH001430	2/7/2006

Biovail v. Anchen (332931-00012)
 Biovail v. Abrika (332931-00013)

DEFENDANT AND THIRD PARTY PRODUCTIONS

Date Rec'd	Party Produced by	Bates Numbering	Database
4/11/2005	Anchen Production	ANCHEN001000-ANCHEN004740	332931-Biovail - 00012 - Anchen - ANCHEN.DCB
5/31/2005	Abrika Production	ABK-ANDA000001-ABK-ANDA009404	332931-Biovail - 00013 - Def Prod - DEFPROD.DCB
5/31/2005	Abrika Production	ABK-ANDA#1000001-ABK-ANDA#200738F	332931-Biovail - 00013 - Def Prod - DEFPROD.DCB
6/3/2005	Anchen Production	ANCHEN004741 - 005055	332931-Biovail - 00012 - Anchen - ANCHEN.DCB
6/3/2005	Abrika Production	ABK000001 - ABK012025	332931-Biovail - 00013 - Def Prod - DEFPROD.DCB
6/27/2005	Abrika Production	ABK012026 - ABK014848	332931-Biovail - 00013 - Def Prod - DEFPROD.DCB
6/28/2005	Abrika Production	ABK014849 - ABK026830	332931-Biovail - 00013 - Def Prod - DEFPROD.DCB
8/15/2005	Abrika Third Party Production	WYETH000001 - WYETH000639	332931-Biovail - 00013 - Third Party - Wyeth - Wyeth.dcb
8/15/2005	Abrika Third Party Production	CH000001 - CH000565	332931-Biovail - 00013 - Third Party - Wyeth - Wyeth.dcb
9/1/2005	Abrika Third Party Production	WYETH000640 - WYETH008923	332931-Biovail - 00013 - Third Party - Wyeth - Wyeth.dcb
8/30/2005	Abrika Production	ABK026831 - ABK046117	332931-Biovail - 00013 - Def Prod - DEFPROD.DCB
	Abrika Third Party Production	WYETH008924 - WYETH010298	332931-Biovail - 00013 - Third Party - Wyeth - Wyeth.dcb
9/18/2005	Abrika Third Party Production	TEV000001 - TEV000589	332931-Biovail - 00013 - Third Party - TEVA - TEVA.DCB
9/30/2005	Abrika Third Party Production from Morgan Lewis for Abrika	GSK-ANC 000001 - GSK-ANC 003135	332931-Biovail - 00012 - Third Party - Glaxo Smith Kline - GSK.DCB
9/30/2005	Abrika Third Party Production from Morgan Lewis for Abrika	GSK-ABR 000001 - GSK-ABR 020199	332931-Biovail - 00013 - Third Party - Glaxo Smith Kline - GSK.DCB
10/7/2005	Anchen Production	ANCHEN005220 - ANCHEN005311	332931 - Biovail - 00012 - Anchen - ANCHEN.DCB
9/15/2005	Abrika Production	ABK0046118 - ABK0070265	332931-Biovail - 00013 - Def Prod - DEFPROD.DCB

Biovail v. Anchen (332931-00012)
 Biovail v. Abrika (332931-00013)

DEFENDANT AND THIRD PARTY PRODUCTIONS

Date Rec'd	Party Produced by	Bates Numbering	Database
10/11/2005	Abrika Production	ABK0070266 - ABK0079665	332931-Biovail - 00013 - Def Prod - DEFPROD.DCB
10/31/2005	Anchen Production	ANCHEN005328-ANCHEN005517	332931 - Biovail - 00012 - Anchen - ANCHEN.DCB
11/4/2005	Abrika Third Party Production from Morgan Lewis for Abrika	GSKANCO03137-GSKANCO45953	332931-Biovail - 00012 - Third Party - Glaxo Smith Kline - GSK.DCB
12/9/2005	Anchen Production	ANCHEN005518 - ANCHEN006177.	332931 - Biovail - 00012 - Anchen - ANCHEN.DCB
1/30/2006	Abrika Third Party Production	C-1 through C-14	332931-Biovail - 00013 - Third Party - Colorcon-COLORCON.DCB
2/14/2006	Abrika Production	ABK079666-ABK079979	332931-Biovail-00013-Def Prod-DEFPROD.DCB
2/14/2006	VPS production	VPS001-VPS077; VPS081-VPS001030 (VPS078-80 withheld because they contain information on unrelated Abrika product.)	332931-Biovail - 00013 - Third Party - VPS - VPS.DCB

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Ref. No.	Begnum	Endnum	Date	Production Begin Bates	Production End Bates	Author/Sender	Recipients	CC	BCC	Privilege Asserted	Privilege Description
1	HW0000119	HW0000121	2/13/2006	BV-HW0000111	BV-HW0000113	Donna M. Prais	Dr. Alexander Kabanov			Attorney Work Product	Correspondence with consulting expert re Impax underlying litigation.
2	HW0000675	HW0000677	6/5/2006	BV-HW0000524	BV-HW0000526	Elizabeth M. Wiekowski	Harold S. Nelson	Benoit Schmitt; Donna M. Prais; James D. Dezaazo		Attorney-Client Privilege; Attorney Work Product	Correspondence with outside counsel re Impax underlying litigation.
3	HW0000814	HW0000815	7/31/2006	BV-HW0000654	BV-HW0000655	Harold S. Nelson	Donna M. Prais			Attorney-Client Privilege; Attorney Work Product	Correspondence with outside counsel re Impax underlying litigation.
4	HW0000698	HW0000691	7/24/2006	BV-HW0000738	BV-HW0000741	Donna M. Prais	Harold S. Nelson			Attorney-Client Privilege; Attorney Work Product	Correspondence with outside counsel re Impax underlying litigation.
5	HW0000107	HW0000112	9/6/2006	BV-HW0000889	BV-HW0000894	Elizabeth M. Wiekowski	Dr. Robert K. Prud'homme	Donna M. Prais; Dr. Estelle J. Tsevdos; Thomas G. Slater		Attorney-Client Privilege; Attorney Work Product	Correspondence with consulting expert re Impax underlying litigation.
6	HW0000198	HW00001200	8/21/2006	BV-HW0000953	BV-HW0000955	Donna M. Prais	Dr. Robert K. Prud'homme			Attorney Work Product	Correspondence with consulting expert re Impax underlying litigation.
7	HW00001201	HW00001203	8/21/2006	BV-HW0000956	BV-HW0000958	Donna M. Prais	Dr. Robert K. Prud'homme			Attorney Work Product	Correspondence with consulting expert re Impax underlying litigation.
8	HW00001408	HW00001411	8/2/2006	BV-HW00001150	BV-HW00001153	Harold S. Nelson	Donna M. Prais			Attorney-Client Privilege; Attorney Work Product	Correspondence with outside counsel re Impax underlying litigation.
9	HW00001772	HW00001772	9/25/2006	BV-HW00001488	BV-HW00001488	Raymond E. Galbraith	Dr. Robert K. Prud'homme			Attorney-Client Privilege; Attorney Work Product	Correspondence with consulting expert re Impax underlying litigation.
10	HW00001773	HW00001773	9/25/2006	BV-HW00001489	BV-HW00001489	Raymond E. Galbraith	Dr. Robert K. Prud'homme			Attorney-Client Privilege; Attorney Work Product	Correspondence with consulting expert re Impax underlying litigation.
11	HW00001788	HW00001788	9/25/2006	BV-HW00001504	BV-HW00001504	Raymond E. Galbraith	Dr. Robert K. Prud'homme			Attorney-Client Privilege; Attorney Work Product	Correspondence with consulting expert re Impax underlying litigation.
12	HW00001791	HW00001791	9/25/2006	BV-HW00001507	BV-HW00001507	Raymond E. Galbraith	Dr. Robert K. Prud'homme			Attorney-Client Privilege; Attorney Work Product	Correspondence with consulting expert re Impax underlying litigation.
13	HW00001987	HW00002005	9/20/2006	BV-HW00001703	BV-HW00001721	Donna M. Prais	Dr. J. Keith Gullory			Attorney Work Product	Correspondence with consulting expert re Impax underlying litigation.
14	HW00002092	HW00002093	11/27/2006	BV-HW00001806	BV-HW00001807	Raymond E. Galbraith	Dr. Robert K. Prud'homme			Attorney-Client Privilege; Attorney Work Product	Correspondence with consulting expert re Impax underlying litigation.
15	HW00002094	HW00002095	11/27/2006	BV-HW00001808	BV-HW00001809	Raymond E. Galbraith	Vivian Gray			Attorney-Client Privilege; Attorney Work Product	Correspondence with consulting expert re Impax underlying litigation.
16	HW00002104	HW00002106	11/27/2006	BV-HW00001818	BV-HW00001820	Raymond E. Galbraith	Dr. Robert K. Prud'homme			Attorney-Client Privilege; Attorney Work Product	Correspondence with consulting expert re Impax underlying litigation.
17	HW00002107	HW00002111	11/27/2006	BV-HW00001821	BV-HW00001825	Raymond E. Galbraith	Vivian Gray			Attorney-Client Privilege; Attorney Work Product	Correspondence with consulting expert re Impax underlying litigation.
18	HW00002112	HW00002116	11/27/2006	BV-HW00001826	BV-HW00001830	Raymond E. Galbraith	Dr. Robert K. Prud'homme			Attorney-Client Privilege; Attorney Work Product	Correspondence with consulting expert re Impax underlying litigation.
19	HW00002212	HW00002212	11/15/2006	BV-HW00001926	BV-HW00001926	Raymond E. Galbraith	Dr. Robert K. Prud'homme			Attorney Work Product	Correspondence with consulting expert re Impax underlying litigation.

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Ref. No.	Begnum	Endnum	Date	Production Begin Dates	Production End Dates	Author/Sender	Recipients	CC	BCC	Privilege Asserted	Privilege Description
20	HW00002262	HW0002263	1/18/2006	BV-HW0001952	BV-HW0001953	Raymond E. Galbraith	Dr. Robert K. Prud'homme			Attorney-Client Privilege; Attorney Work Product	Correspondence with consulting expert re Impax underlying litigation.
21	HW00002416	HW0002416	1/9/2007	BV-HW0002092	BV-HW0002092	Kimberly A. Kellmel	Dr. Eugene Erickson			Attorney-Client Privilege; Attorney Work Product	Correspondence with consulting expert re Impax underlying litigation.
22	HW00002419	HW0002419	1/9/2007	BV-HW0002095	BV-HW0002095	Kimberly A. Kellmel	Dr. Eugene Erickson			Attorney-Client Privilege; Attorney Work Product	Correspondence with consulting expert re Impax underlying litigation.
23	HW00002497	HW0002497	1/3/2007	BV-HW0002160	BV-HW0002160	Raymond E. Galbraith	Dr. Eugene Erickson	Donna M. Praliss; Dr. Estelle J. Tsvobas; Jessica L. Parezo		Attorney-Client Privilege; Attorney Work Product	Correspondence with consulting expert re Impax underlying litigation.
24	HW00002510	HW0002512	12/29/2006	BV-HW0000002173	BV-HW00002175	Dr. J. Keith Gullory	Donna M. Praliss			Attorney-Client Privilege; Attorney Work Product	Correspondence with consulting expert re Abrika underlying litigation.
25	HW00009630	HW00009633	8/3/2009	BV-HW00039181	BV-HW00039184	Djordje Petkoski	Raymond E. Galbraith			Attorney-Client Privilege	Correspondence with outside counsel re Impax underlying litigation.
26	HW00009781	HW00009799	9/20/2006	BV-HW0040731	BV-HW0040749	Donna M. Praliss	Dr. J. Keith Gullory			Attorney Work Product	Correspondence with consulting expert re Impax underlying litigation.
27	BIOe0001740	BIOe0001740	9/25/2009			Kathleen Brown	Carol Chapuis			Attorney-Client Privilege	Email correspondence with counsel re legal advice concerning contract.
28	BIOe0001889	BIOe0001889	11/17/2004			Ken Howling	Ken Cancellara; Eugene Melnyk; Greg Szpunar; Jack Weet; Carol Chapuis; Ken Howling			Attorney-Client Privilege; Attorney Work Product	Email correspondence with counsel re legal advice concerning news release.
29	BIOe0001908	BIOe0001908	7/7/2006			Michel Chouinard	Bill Wells; Gilbert Godin	Carol Chapuis		Attorney-Client Privilege	Email correspondence forwarding legal advice re contract.
30	BIOe0001920	BIOe0001920	4/15/2004			Brian Crombie	Eugene Melnyk; John Miazuk; Ken Cancellara	Arlene Fong; Neil Smith; Carol Chapuis		Attorney-Client Privilege	Email correspondence with counsel re legal advice concerning contract.
31	BIOe0001921	BIOe0001921	3/3/2007			Ken Howling	Carol Chapuis			Attorney-Client Privilege	Email correspondence re legal advice concerning contract.
32	BIOe0001923	BIOe0001923	5/8/2007			Ken Howling	Jack T. Davis	Carol Chapuis; Michel Chouinard; Jean-Luc Maritre		Attorney-Client Privilege	Email correspondence forwarding legal advice re Anchen underlying litigation.
33	BIOe0001929	BIOe0001929	10/9/2009			Seana Carson	Michel Chouinard; Carol Chapuis			Attorney-Client Privilege; Attorney Work Product	Email correspondence with counsel re legal advice concerning litigation.
34	BIOe0001938	BIOe0001938	10/9/2009			Paul Tully	Seana Carson; Carol Chapuis	Aaron Barkoff		Attorney-Client Privilege; Attorney Work Product	Email correspondence with counsel re legal advice concerning litigation.
35	BIOe0001940	BIOe0001940	11/11/2008			Seana Carson	Carol Chapuis			Attorney-Client Privilege; Attorney Work Product	Email correspondence with counsel re legal advice concerning litigation.
36	BIOe0001958	BIOe0001958	9/11/2007			Jean-Luc Maritre				Attorney-Client Privilege	Meeting minutes reflecting advice of counsel re contract.
37	BIOe0001988	BIOe0001988	7/13/2008			Carol Chapuis				Attorney-Client Privilege	Meeting minutes reflecting advice of counsel re contract.
38	BIOe0002017	BIOe0002017	9/11/2008			Michel Chouinard	Carol Chapuis; Jean-Luc Maritre; Christine Mayer; Alex Maheson			Attorney-Client Privilege	Email correspondence re legal advice concerning statutory interpretation.
39	BIOe0002024	BIOe0002024	8/25/2008			Robert Ashworth	Carol Chapuis			Attorney-Client Privilege	Email correspondence re legal advice concerning contract.
40	BIOe0002028	BIOe0002028	11/17/2004			Douglas Squires	Ken Howling; Greg Szpunar; Ken Cancellara; Eugene Melnyk	Paul Stulberg; Nelson Isabel; Jack Weet; Carol Chapuis		Attorney-Client Privilege; Attorney Work Product	Email correspondence re legal advice concerning press release.

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Ref. No.	Beginnum	Endnum	Date	Production Begin Bates	Production End Bates	Author/Sender	Recipients	CC	BCC	Privilege Asserted	Privilege Description
41	BIOe0002029	BIOe0002029	11/17/2004			Ken Howling	Greg Szpunar; Ken Cancellara; Eugene Melnyk; Douglas Squires	Paul Stulberg; Nelson Isabel; Jack West; Carol Chapuis		Attorney-Client Privilege; Attorney Work Product	Email correspondence transmitting legal advice from counsel concerning press release.
42	BIOe0002030	BIOe0002030	11/17/2004			Greg Szpunar	Ken Howling; Ken Cancellara; Eugene Melnyk; Douglas Squires	Paul Stulberg; Nelson Isabel; Jack West; Carol Chapuis		Attorney-Client Privilege; Attorney Work Product	Email correspondence transmitting legal advice from counsel concerning press release.
43	BIOe0002031	BIOe0002031	11/17/2004			Ken Cancellara	Ken Howling; Eugene Melnyk; Douglas Squires	Paul Stulberg; Nelson Isabel; Greg Szpunar; Jack West; Carol Chapuis		Attorney-Client Privilege; Attorney Work Product	Email correspondence transmitting legal advice from counsel concerning press release.
44	BIOe0002032	BIOe0002032	10/9/2009			Greg Szpunar	Ken Howling; Ken Cancellara; Eugene Melnyk; Douglas Squires	Paul Stulberg; Nelson Isabel; Jack West; Carol Chapuis; Ken Howling		Attorney-Client Privilege; Attorney Work Product	Email correspondence transmitting legal advice from counsel concerning press release.
45	BIOe0002033	BIOe0002033	10/9/2009			Ken Howling	Greg Szpunar; Ken Cancellara; Eugene Melnyk; Douglas Squires	Paul Stulberg; Nelson Isabel; Jack West; Carol Chapuis; Ken Howling		Attorney-Client Privilege; Attorney Work Product	Email correspondence transmitting legal advice from counsel concerning press release.
46	BIOe0002035	BIOe0002035	7/11/2008			Seana Carson	Carol Chapuis; Michel Chouinard	Carol Chapuis; Sandra Bailey		Attorney-Client Privilege	Email correspondence with counsel re legal advice concerning presentation.
47	BIOe0002039	BIOe0002039	10/9/2009			Michel Chouinard	Kathleen Brown; Carol Chapuis	Allison Smith		Attorney-Client Privilege	Email correspondence with counsel re legal advice concerning contract.
48	BIOe0002047	BIOe0002047	10/9/2009			Alex Matheson	Carol Chapuis; Christine Mayer; Michel Chouinard	Seana Carson		Attorney-Client Privilege	Email correspondence with counsel re legal advice concerning contract.
49	BIOe0002049	BIOe0002049	10/9/2009			Michel Chouinard	Seana Carson; Alex Matheson; Carol Chapuis; Christine Mayer			Attorney-Client Privilege	Email correspondence with counsel re legal advice concerning contract.
50	BIOe0002050	BIOe0002050	10/9/2009			Ken Howling	Carol Chapuis; Kathleen Brown	John Miazuk; Gilbert Godin; John Sebben; Douglas Squires		Attorney-Client Privilege	Email correspondence with counsel re legal advice concerning contract.
51	BIOe0002061	BIOe0002061	11/15/2004			Eugene Melnyk	Douglas Squires; Ken Cancellara; Ken Howling; Carol Chapuis			Attorney-Client Privilege	Email correspondence with counsel re legal advice concerning news release.
52	BIOe0002062	BIOe0002062	11/17/2004			Eugene Melnyk	Ken Howling; Paul Stulberg; Ken Cancellara; Douglas Squires; Jack West; Greg Szpunar; Nelson Isabel; Dina Khairo; Carol Chapuis			Attorney-Client Privilege; Attorney Work Product	Email correspondence with counsel re legal advice concerning news release.
53	BIOe0002063	BIOe0002063	11/17/2004			Eugene Melnyk	Paul Stulberg; Ken Cancellara; Ken Howling; Douglas Squires; Jack West; Greg Szpunar; Nelson Isabel; Dina Khairo; Carol Chapuis			Attorney-Client Privilege; Attorney Work Product	Email correspondence with counsel re legal advice concerning news release.
54	BIOe0002064	BIOe0002064	10/9/2009			Jack West	Paul Stulberg; Eugene Melnyk; Ken Cancellara; Ken Howling; Douglas Squires; Greg Szpunar; Nelson Isabel; Dina Khairo; Carol Chapuis			Attorney-Client Privilege; Attorney Work Product	Email correspondence with counsel re legal advice concerning news release.
55	BIOe0002065	BIOe0002065	11/17/2004			Ken Howling	Ken Cancellara; Paul Stulberg; Eugene Melnyk; Douglas Squires; Jack West; Greg Szpunar; Nelson Isabel; Dina Khairo; Carol Chapuis			Attorney-Client Privilege; Attorney Work Product	Email correspondence with counsel re legal advice concerning news release.

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Ref. No.	Bagnum	Endnum	Date	Production Begin Bates	Production End Bates	Author/Sender	Recipients	CC	BCC	Privilege Asserted	Privilege Description
56	BIOe0002074	BIOe0002074	10/9/2009			Ed Straleneler	Carol Chapuis			Attorney-Client Privilege	Email correspondence transmitting advice of counsel re contract.
57	BIOe0002075	BIOe0002075	10/9/2009			Michel Chouinard	Seana Carson; Carol Chapuis			Attorney-Client Privilege; Attorney Work Product	Email correspondence with counsel re legal advice concerning litigation.
58	BIOe0002076	BIOe0002076	7/11/2008			Seana Carson	Carol Chapuis; Michel Chouinard			Attorney-Client Privilege; Attorney Work Product	Email correspondence with counsel re legal advice concerning litigation.
59	BIOe0002097	BIOe0002097	10/9/2009			Paul Tully	Seana Carson; Carol Chapuis	Aaron Barkoff		Attorney-Client Privilege; Attorney Work Product	Email correspondence with counsel re legal advice concerning litigation.
60	BIOe0002098	BIOe0002098	11/11/2008			Seana Carson	Paul Tully; Carol Chapuis	Aaron Barkoff		Attorney-Client Privilege; Attorney Work Product	Email correspondence with counsel re legal advice concerning litigation.
61	BIOe0002102	BIOe0002102	10/9/2009			Gilbert Godin	Carol Chapuis	Kathleen Brown		Attorney-Client Privilege	Email correspondence re legal advice concerning inventory.
62	BIOe0002110	BIOe0002110	10/9/2009			Alex Matheson	Carol Chapuis	Seana Carson		Attorney-Client Privilege	Email correspondence with counsel re legal advice concerning contract.
63	BIOe0002111	BIOe0002111	10/9/2009			Charles Krikorian	Carol Chapuis; Wendy Kelley			Attorney-Client Privilege	Email correspondence with counsel re legal advice concerning business proposal.
64	BIOe0002116	BIOe0002116	10/9/2009			Paul Sluberg	Eugene Melnyk; Ken Cancellara; Ken Howling; Douglas Squires; Jack Weet; Greg Szpunar; Nelson Isabel; Dina Khairo; Carol Chapuis			Attorney-Client Privilege; Attorney Work Product	Email correspondence transmitting advice of counsel concerning news release.
65	BIOe0002157	BIOe0002157	11/11/2008			Paul Tully				Attorney-Client Privilege; Attorney Work Product	Draft contract.
66	BROe00000002	BROe00000002	2/23/2006			Josie Camilletti				Attorney Work Product	Counsel's litigation notes.
67	BROe00000003	BROe00000003	3/22/2006			Josie Camilletti				Attorney Work Product	Counsel's litigation notes.
68	BROe00000004	BROe00000004	5/2/2006			Josie Camilletti				Attorney Work Product	Counsel's litigation notes.
69	BROe00000005	BROe00000005	3/28/2006			Douglas N. Deeth				Attorney Work Product	Draft agreement.
70	BROe00000006	BROe00000006	1/17/2006			Kathleen Brown	Douglas Squires			Attorney-Client Privilege; Attorney Work Product	Legal memorandum containing legal advice on litigation.
71	BROe00000007	BROe00000007	1/17/2006			Kathleen Brown	Douglas Squires			Attorney-Client Privilege; Attorney Work Product	Legal memorandum containing legal advice on litigation.

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February 10, 2010

VIA EMAIL

Jennifer Fountain Connolly
Wexler Wallace LLP
55 W. Monroe Street, Suite 3300
Chicago, Illinois 60603

Re: *In re Wellbutrin XL Antitrust Litigation*
Case Nos. 09-cv-2431, 09-cv-2433 (E.D. Pa.)

Dear Jennifer:

I write in response to your February 3, 2010 letter concerning GSK's document production. Each issue raised in your letter is addressed below. On the whole, any complaints regarding GSK's document production by Plaintiffs at this time are unfounded. Discovery is ongoing in this case and GSK continues to comply with its discovery obligations and produce non-privileged, responsive documents and existing related metadata. GSK has produced documents and corresponding metadata on a consistent, rolling basis since the beginning of discovery in response to Plaintiffs' numerous requests (for a total at this time of over 600,000 pages) and its document collection, review and production efforts remain ongoing.

Document indices. GSK is not in possession of any document indices identifying the documents produced or obtained through discovery in the underlying litigations.

Metadata. GSK is fully complying with the document production metadata requirements set forth in the parties' ESI agreement. Plaintiffs have not identified any deficiencies in GSK's production of metadata and have voiced no complaints about any particular production by GSK.

With regard to GSK's ongoing document production, GSK will continue producing documents on a rolling basis and anticipates that its document production will be complete in late spring. As such, GSK will complete its document production with ample time remaining before the close of fact discovery in this litigation on October 15, 2010.

Privilege Logs. GSK will produce a privilege log in this litigation following the completion of the document collection, review and production process. Regarding privilege logs from the underlying litigations, GSK has produced all non-privileged documents from the underlying litigations located after a reasonable search.

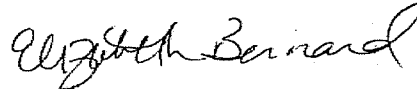
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Page 2

Notices of Deposition. Despite GSK's extensive expedited production of documents Plaintiffs identified as relevant to class certification and its offer of a related 30(b)(6) corporate witness, Plaintiffs now seek to depose two fact witnesses prior to the close of class certification discovery. Plaintiffs have failed to explain the relevance of the two noticed fact witnesses to the class certification inquiry or why this discovery is necessary in light of the extensive class certification discovery already available to the Plaintiffs in this litigation. GSK is under no obligation to complete its entire responsive production on an expedited basis and GSK will not agree in advance to provide a witness for a second deposition if Plaintiffs refuse to wait for GSK to complete its production.

For the foregoing reasons, GSK does not believe a meet and confer is necessary at this time. However, if Plaintiffs insist on a meet and confer despite GSK's compliance with the scheduling order and the discovery agreements in this case, we are available next week.

Very truly yours,



Elizabeth T. Bernard

cc: Kourtney Mueller Merrill, Esq.
Amanda J. Tessar, Esq.
David Nalven, Esq.

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February 25, 2010

VIA EMAIL

David S. Nalven, Esq.
Hagens Berman Sobol Shapiro LLP
55 Cambridge Parkway, Suite 301
Cambridge, MA 02142

Re: *In re Wellbutrin XL Antitrust Litigation*,
Case Nos. 2:08-cv-2431, 2:08-cv-2433 (E.D. Pa.)

Dear David:

I write in response to the specific requests raised by Plaintiffs during a telephone conference on February 17, 2010 and referenced in your email of the same date. I address each request as numbered in your email below.

1. GSK is meeting its discovery obligations by providing Plaintiffs responsive documents and the corresponding metadata. The metadata provided (where available) identifies the custodian of the corresponding document. Accordingly, no further qualitative description of the documents by GSK is necessary.

2. Without conceding that such indices would be subject to discovery, GSK confirms it has been unable to locate any document indices created by counsel in the underlying patent litigations.

3. GSK confirms it has been unable to locate any privilege logs served by GSK in the underlying patent litigations.

4. GSK confirms it will produce a privilege log in this litigation once its document collection, review and production process is complete. GSK's document production process remains ongoing, including its review of documents for privilege. GSK's efforts remain focused on completing its document collection, review and production in this case and will produce a privilege log in a timely manner near or following the completion of that process.

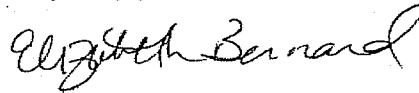
5. GSK cannot guarantee that its document production will be complete by April 1. GSK will continue to produce data and documents on a rolling basis. At this time, GSK believes

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February 25, 2010
Page 2

its production will be complete by late spring. This should provide Plaintiffs ample time to complete discovery before the fact discovery cutoff. However, please advise whether Plaintiffs seek to prioritize production from specific GSK custodians and GSK will work to prioritize production of responsive, non-privileged documents from the identified custodians.

Very truly yours,

A handwritten signature in black ink, appearing to read "Elizabeth Bernard". The signature is fluid and cursive, with the first name "Elizabeth" written in a larger, more prominent script than the last name "Bernard".

Elizabeth T. Bernard

cc: Amanda J. Tessar, Esq.
Amber Nesbitt, Esq.
Robert McGill, Esq.
Jennifer Snyder, Esq.